

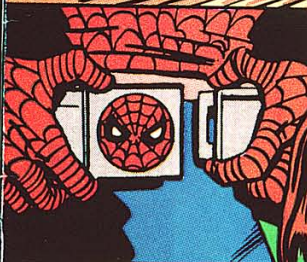
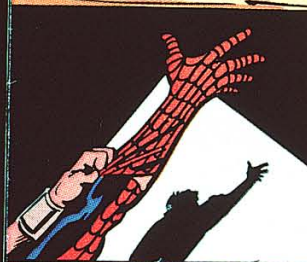
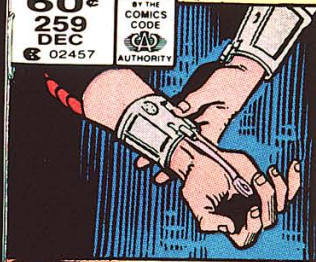
MARVEL®

©1994 MARVEL COMICS GROUP



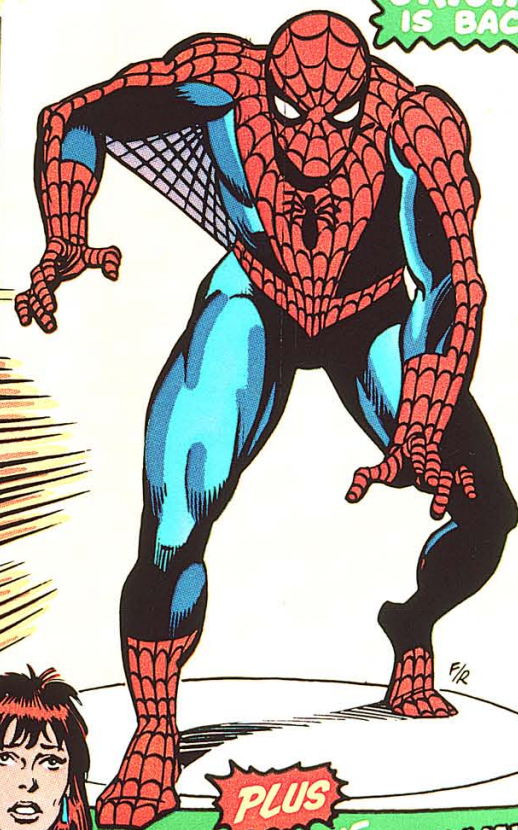
60¢
259
DEC
02457

APPROVED
BY THE
COMICS
CODE
AUTHORITY



the AMAZING SPIDER-MAN®

THE
ORIGINAL
IS BACK!



PLUS

THE NEVER-
BEFORE-TOLD
TRUE STORY OF
MARY JANE
WATSON!

THE
HOBGOBLIN
STRIKES!



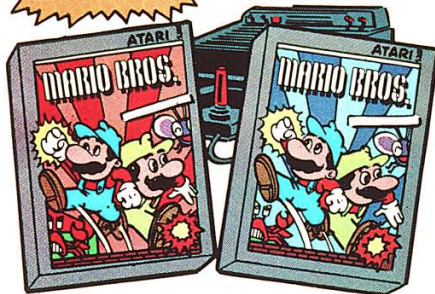
TM & © 2004 MARVEL

TM & © 2004 MARVEL

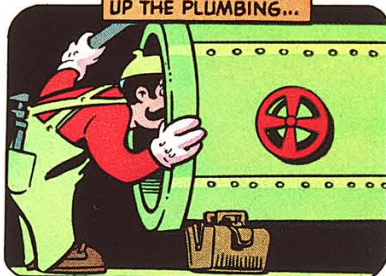
ATARI PRESENTS MARIO BROS.*

Another smash arcade hit brought home only by Atari for use with the ATARI® 2600™ Game, Sears Video Arcade† systems and versions exclusively for the ATARI 5200™ Super System.

EXCITING 2
PLAYER ACTION!



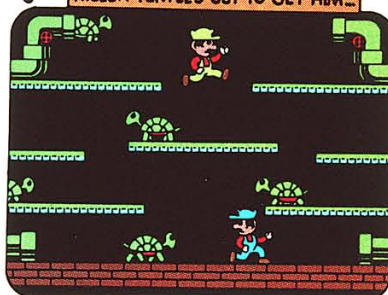
SOMETHING'S GUMMING
UP THE PLUMBING...



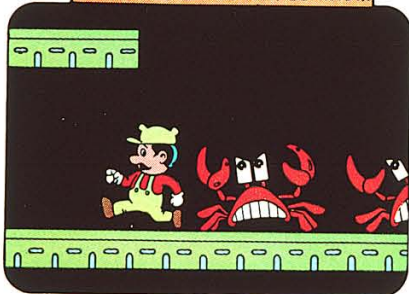
POOR LUIGI'S IN A BIND...



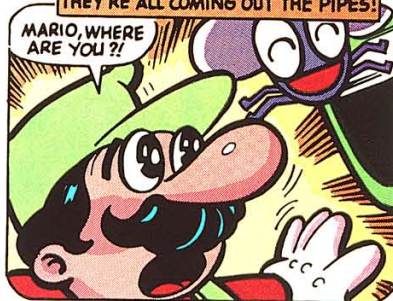
KILLER TURTLES OUT TO GET HIM...



GIANT CRABS ARE RIGHT BEHIND...



FIGHTER FLIES, HOLY CRIPES!
THEY'RE ALL COMING OUT THE PIPES!



MARIO BROS.*

ATARI®

© A Warner Communications Company

†Trademark of Sears, Roebuck and Co.

*Mario Brothers by Nintendo Trade Marks and © Nintendo 1983.

TM & © 2004 MARVEL



I'M REAL GLAD
WE FINALLY GOT
THIS CHANCE TO
TALK, PETER.

I CAN JUST IMAGINE
HOW CRAZY YOUR LIFE
HAS BEEN LATELY...
ESPECIALLY SINCE I
TOLD YOU THAT I
KNOW YOU'RE
SPIDER-MAN!*

WHAT AM I
GOING TO DO?
HOW CAN I EVER
CONVINCE MARY
JANE THAT SHE'S
WRONG ABOUT MY
SECRET IDENTITY?

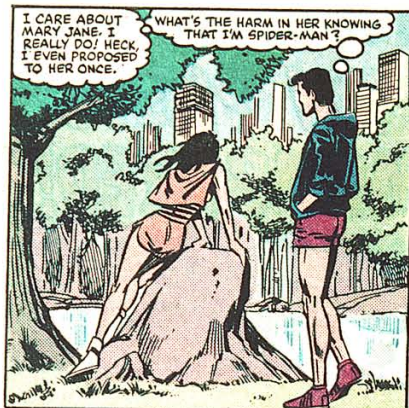
SHOULD I
EVEN TRY?!

STAN LEE PRESENTS
TOM DEFalco-- WRITER
RON FRENZ-- PENCILER
JOSEF RUBINSTEIN-- FINISHER
JOE ROSEN-- LETTERER
BOB SHAREN-- COLORIST
DANNY FINGEROTH-- EDITOR
JIM SHOOTER-- EDITOR-IN-CHIEF

*SEE ISSUE #257-- DANNY.

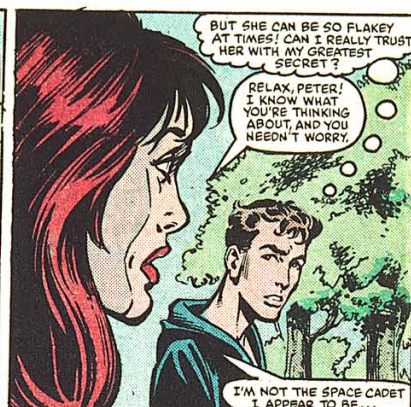
THE AMAZING SPIDER-MAN • Vol. 1, No. 259, December, 1984. (ISSN 0274-5232) Published by MARVEL COMICS GROUP, James E. Galton, President, Stan Lee, Publisher, Michael Holtzman, Vice-President, Publishing, Milton Schiffman, Vice-President, Production, OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1984 by Marvel Comics Group, a division of the U.S.A. No similarity between any of the names, characters, persons, or institutions in this magazine with those of any living or dead person or institution is intended, and any distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue) and ENUE SOUTH, 10TH FLOOR, NEW YORK, N.Y. 10016.

TM & © 2004 MARVEL



I CARE ABOUT MARY JANE. I REALLY DO! HECK, I EVEN PROPOSED TO HER ONCE.

WHAT'S THE HARM IN HER KNOWING THAT I'M SPIDER-MAN?



BUT SHE CAN BE SO FLAKY AT TIMES! CAN I REALLY TRUST HER WITH MY GREATEST SECRET?

RELAX, PETER! I KNOW WHAT YOU'RE THINKING ABOUT, AND YOU NEEDN'T WORRY.

I'M NOT THE SPACE CADET I APPEAR TO BE...



IT'S FUNNY, WE'VE KNOWN EACH OTHER FOR A LONG TIME...

... BUT WE REALLY DON'T KNOW EACH OTHER!



WE'RE SUPPOSED TO BE FRIENDS, BUT WE NEVER OPEN UP TO EACH OTHER. WE DON'T SHARE...



WE'RE A GREAT PAIR, AREN'T WE?

I GUESS I NEVER QUITE LOOKED AT IT LIKE THAT.

FRIENDSHIP CARRIES SOME PRETTY BIG RESPONSIBILITIES, BUT WE'VE JUST BEEN COASTING ALONG.



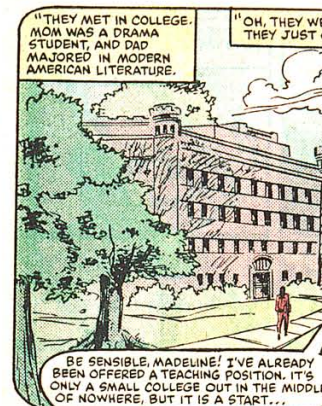
I DO THAT A LOT! SOMETIMES I THINK I'VE SPENT MY WHOLE LIFE RUNNING AWAY FROM THAT KIND OF RESPONSIBILITY.



I GUESS I GET THAT FROM MY PARENTS...



DID I EVER TELL YOU ABOUT THEM?



"THEY MET IN COLLEGE. MOM WAS A DRAMA STUDENT, AND DAD MAJORED IN MODERN AMERICAN LITERATURE.

"OH, THEY WERE SO IN LOVE IN THOSE DAYS! THEY JUST COULDN'T WAIT TO GET MARRIED.

"AFTER GRADUATION, MOM WANTED TO MOVE TO NEW YORK CITY, TO TRY HER HAND AT ACTING, BUT DAD HAD OTHER IDEAS...

BE SENSIBLE, MADELINE! I'VE ALREADY BEEN OFFERED A TEACHING POSITION. IT'S ONLY A SMALL COLLEGE OUT IN THE MIDDLE OF NOWHERE, BUT IT IS A START...

OH, PHILIP, I'D MOVE TO SIBERIA IF IT WOULD MAKE YOU HAPPY!



"THEY WERE MARRIED ABOUT EIGHTEEN MONTHS WHEN THEY HAD MY SISTER GAYLE...

"I WAS BORN FOUR YEARS LATER.

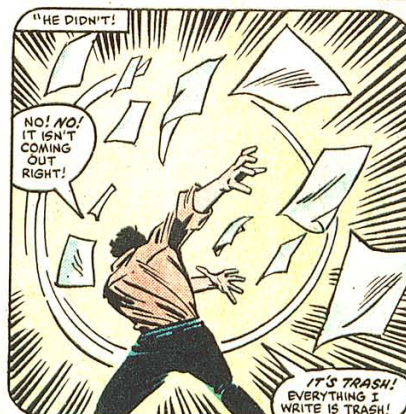


"AS THE YEARS PASSED, DAD BECAME A FULL PROFESSOR. HE WAS POPULAR WITH HIS STUDENTS, AND THE COLLEGE ADMINISTRATION RESPECTED HIM.

"MOM DEVOTED HER LIFE TO US KIDS



"MY PARENTS MUST HAVE LOOKED LIKE THEY HAD IT ALL... BUT DAD WASN'T SATISFIED. HE WANTED TO WRITE! TO PROVE TO THE WORLD THAT HE HAD THE SKILL AND TALENT TO BE ANOTHER FITZGERALD, A FAULKNER--!"



"HE DIDN'T!

NO! NO! IT ISN'T COMING OUT RIGHT!

IT'S TRASH! EVERYTHING I WRITE IS TRASH!



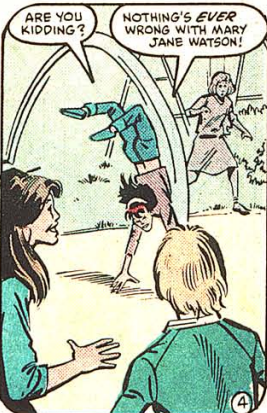
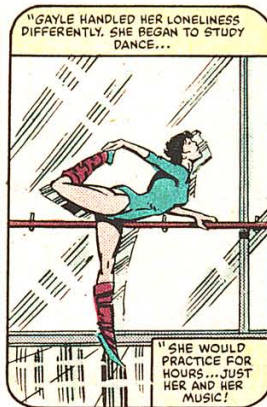
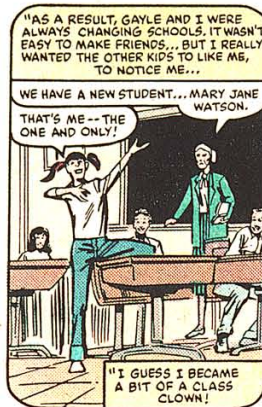
CAN'T YOU KEEP THOSE KIDS QUIET?

MADELINE, IT'S YOUR FAULT I CAN'T CONCENTRATE!

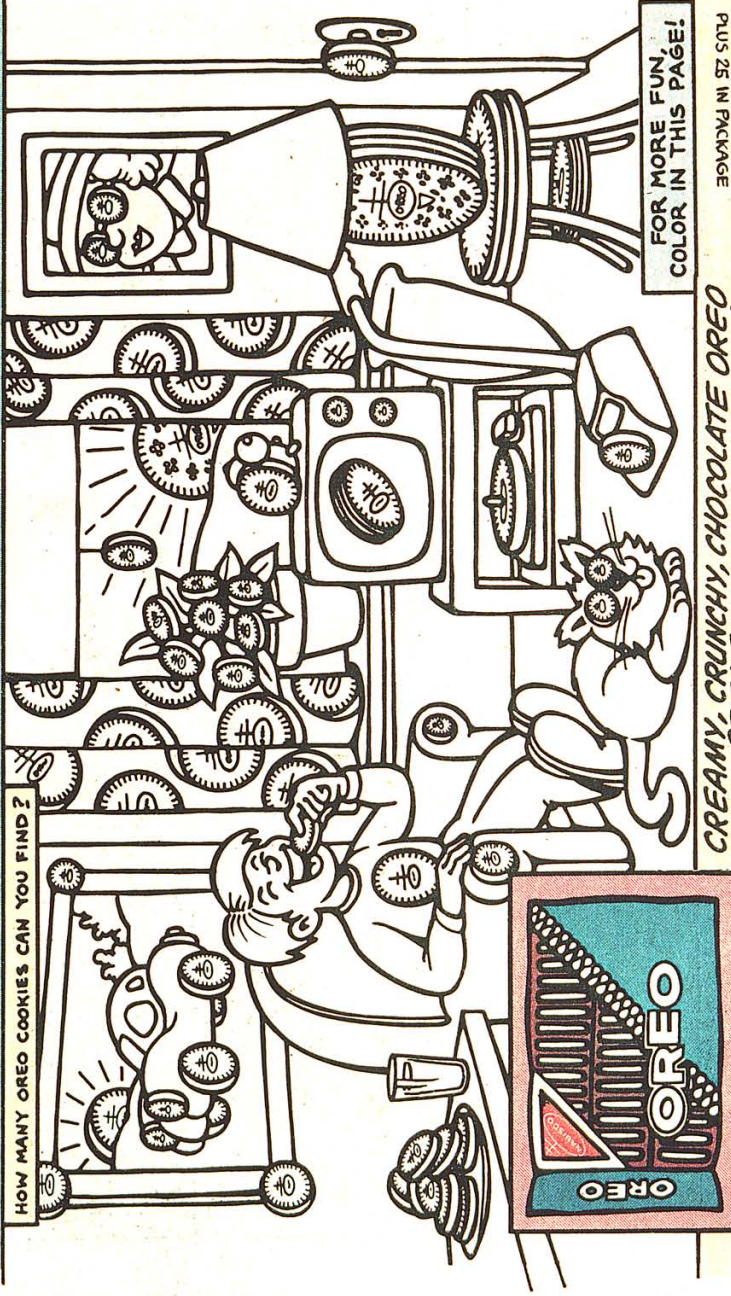
I KNOW, SWEETHEART!

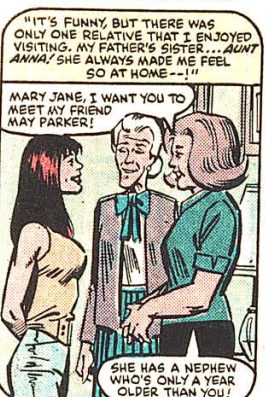
HUSH, GIRLS! YOUR FATHER IS TRYING TO WORK!

BUT WE WEREN'T DOING ANYTHING, MOMMA!



IMAGINE! OREO® COOKIES EVERYWHERE!!





SATURDAY'S THE PLACE

Jim Henson's Muppet Babies

Dungeons & Dragons

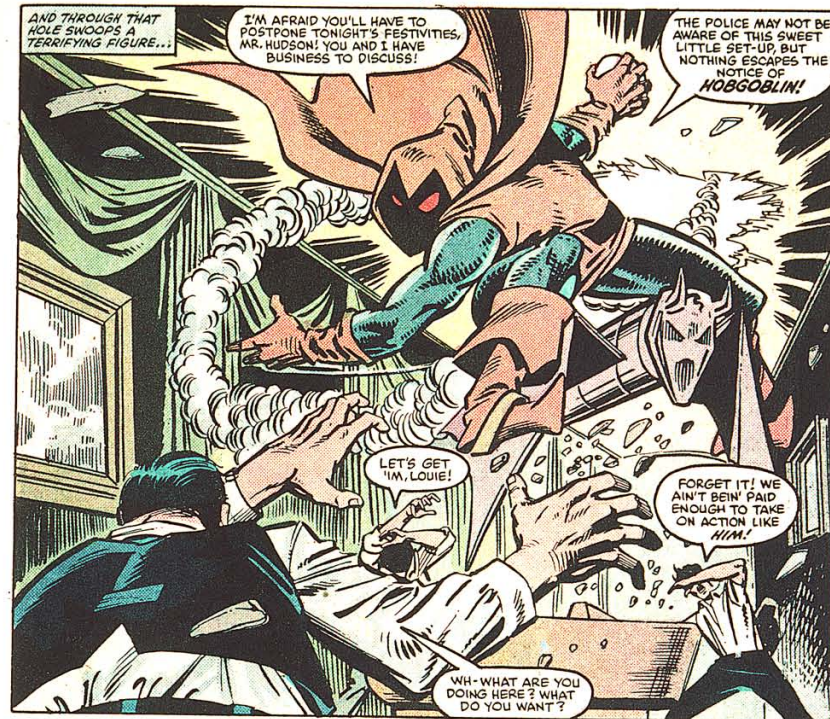
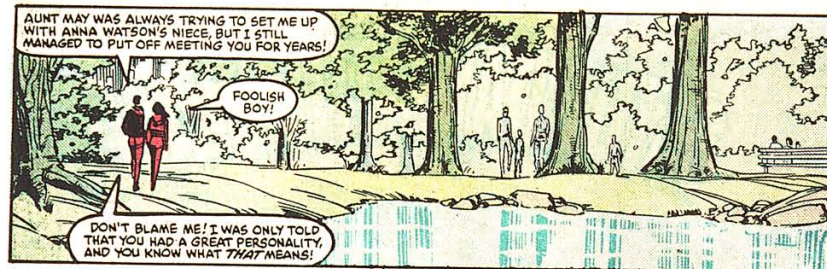
SATURDAY SUPERPAGE

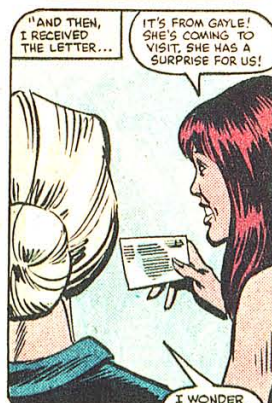
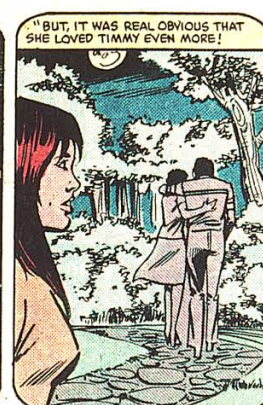
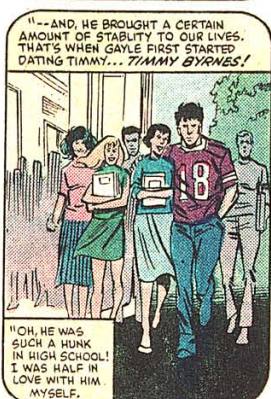
POKE POSITION

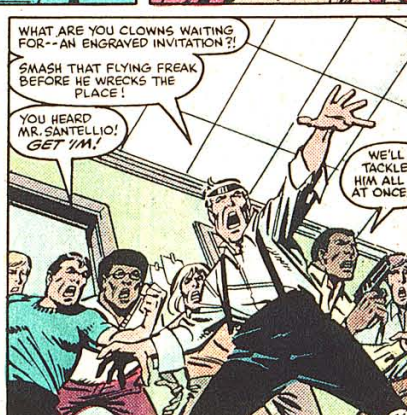
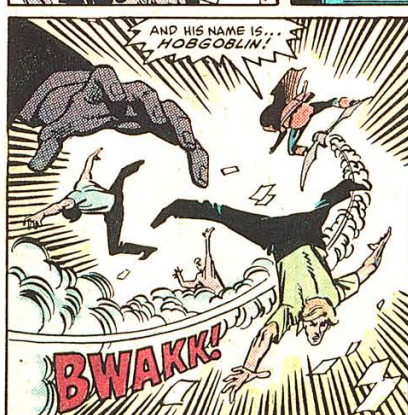
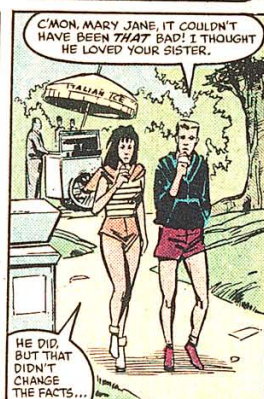
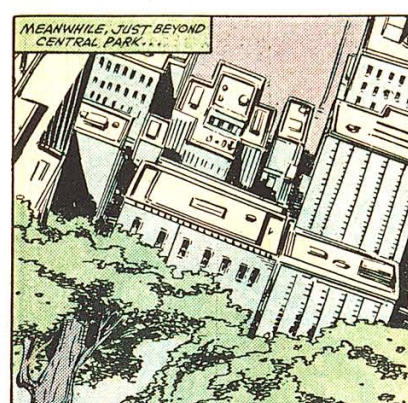
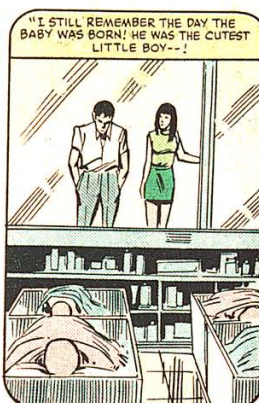
PAYOR'S PLACE

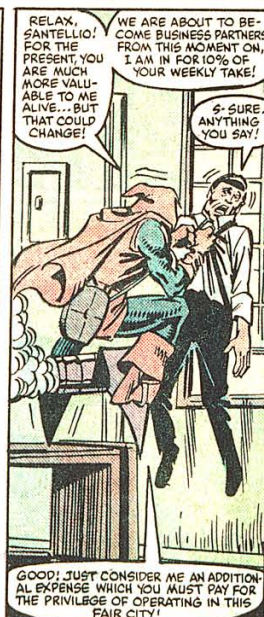
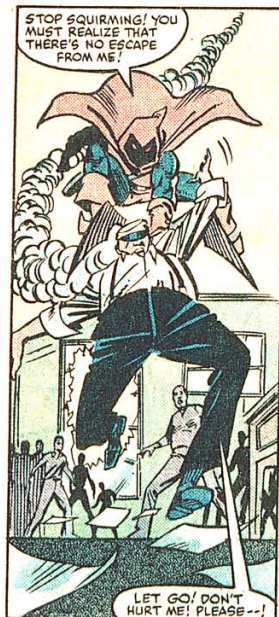
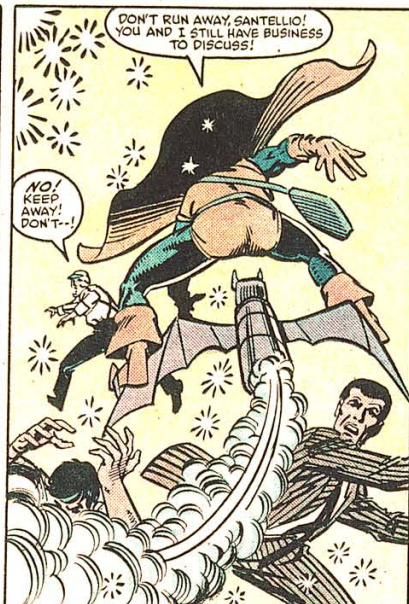
STARTING SEPT. 15 ON CBS!

© 1984 Marvel Productions Ltd. / Dungeons & Dragons™ Entertainment Corp. © 1984 CBS Inc. All Rights Reserved.

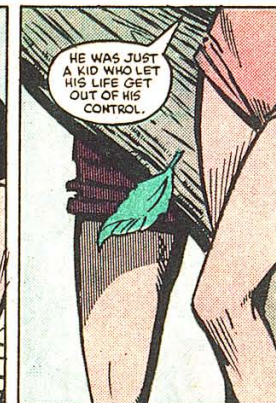








12



13

SATURDAY MORNING

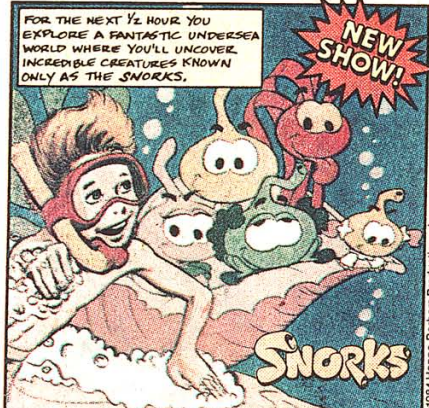


CONSIDER FOR A MOMENT, THE SURPRISE IN STORE FOR YOU ON SATURDAY MORNING, SEPTEMBER 15TH, AS YOU LAY SLEEPING YOUR TELEVISION SUDDENLY COMES ALIVE!



HEY, WAKE UP. WAIT'LL YOU SEE WHAT'S COMING ON NBC.

IT'S A WHOLE NEW SEASON!



FOR THE NEXT 1/2 HOUR YOU EXPLORE A FANTASTIC UNDERSEA WORLD WHERE YOU'LL UNCOVER INCREDIBLE CREATURES KNOWN ONLY AS THE SNORKS.

NEW SHOW!

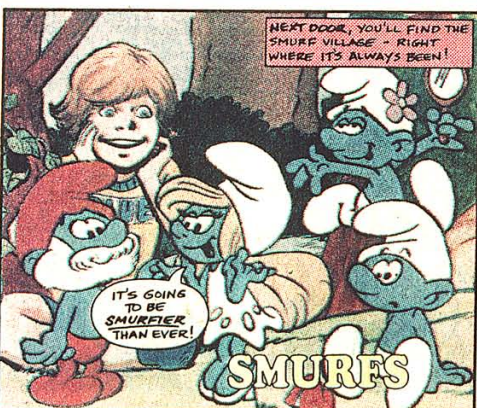
© 1984 Hanna-Barbera Productions, Inc. and Sepp International S.A.



NEXT, YOU'LL SURFACE IN THE PINK PANTHER'S BACKYARD AND MEET HIS KIDS, PINKY AND PANKY, AND THEIR RIVALS - A PACK OF LIONS KNOWN AS "HOWL'S ANGELS".

NEW SHOW!

© 1984 Hanna-Barbera Productions, Inc. and Sepp International S.A.

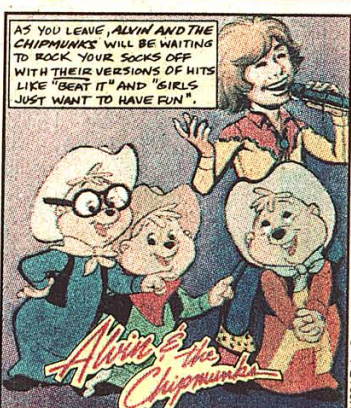


NEXT DOOR, YOU'LL FIND THE SMURF VILLAGE - RIGHT WHERE IT'S ALWAYS BEEN!

IT'S GOING TO BE SMURFIER THAN EVER!

SMURFS

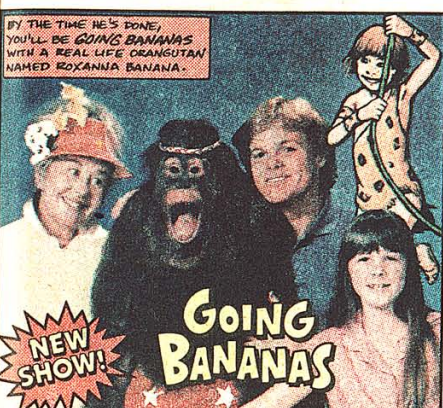
© 1984 Hanna-Barbera Productions, Inc. and Sepp International S.A.



AS YOU LEAVE, ALVIN AND THE CHIPMUNKS WILL BE WAITING TO ROCK YOUR SOCKS OFF WITH THEIR VERSIONS OF HITS LIKE "BEAT IT" AND "GIRLS JUST WANT TO HAVE FUN".

Alvin & the Chipmunks

© 1984 Ruby-Spears Enterprises, Inc. and Backstreet Productions, Inc.



BY THE TIME HE'S DONE, YOU'LL BE GOING BANANAS WITH A REAL LIFE ORANGUTAN NAMED ROXANNA BANANA.

NEW SHOW!

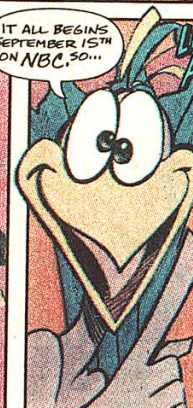
GOING BANANAS

© 1984 Hanna-Barbera Productions, Inc.

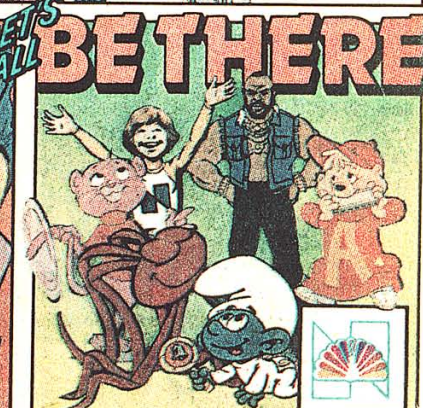


AND FIVE TIMES DURING THE MORNING YOUR FAVORITE NBC STARS WILL GIVE YOU ONE TO GROW ON!

ONE TO GROW ON™

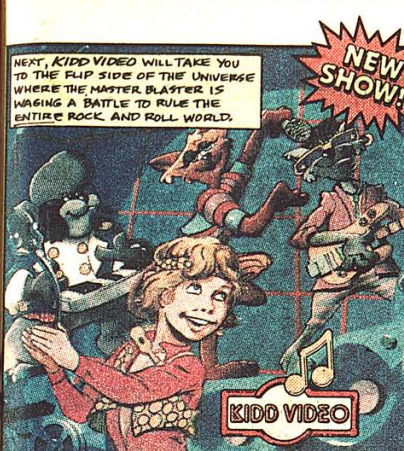


IT ALL BEGINS SEPTEMBER 15TH ON NBC. SO...



LET'S ALL BE THERE

© 1983 Marvel Comics Group, Inc.

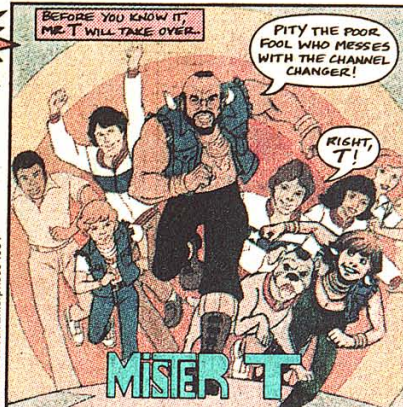


NEXT, KIDD VIDEO WILL TAKE YOU TO THE FLIP SIDE OF THE UNIVERSE WHERE THE MASTER BLASTER IS WAGING A BATTLE TO RULE THE ENTIRE ROCK AND ROLL WORLD.

NEW SHOW!

KIDD VIDEO

© DIC and Saban Enterprises 1984



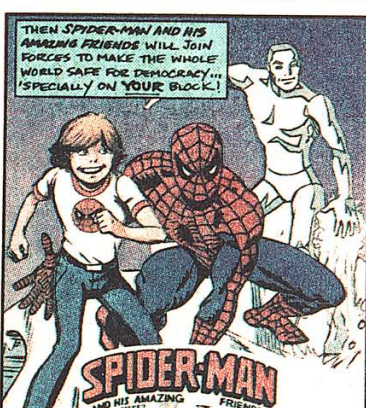
BEFORE YOU KNOW IT, MR. T WILL TAKE OVER...

PITY THE POOR FOOL WHO MESSES WITH THE CHANNEL CHANGER!

RIGHT! T!

MISER T

© 1984 Ruby-Spears Enterprises, Inc.



THEN SPIDER-MAN AND HIS AMAZING FRIENDS WILL JOIN FORCES TO MAKE THE WHOLE WORLD SAFE FOR DEMOCRACY... 'SPECIALLY ON YOUR BLOCK!'

SPIDER-MAN AND HIS AMAZING FRIENDS

© 1983 Marvel Comics Group, Inc.

"I SUPPOSE I SHOULD HAVE HATED TIMMY FOR WHAT HE'D DONE TO GAYLE... BUT, I COULDN'T! NOT WHEN I WANTED TO RUN AWAY, TOO!"



"WITH ALL HER GRIEF, MY MOM STILL HAD ONE LAST DREAM. SHE WAS DETERMINED TO LIVE LONG ENOUGH TO SEE HER SECOND GRANDCHILD."



"IN THE MONTHS THAT FOLLOWED, MOM'S HEALTH CONTINUED TO DETERIORATE. SHE GREW WEAKER AND WEAKER, UNTIL SHE HAD TO BE HOSPITALIZED..."



"I KNOW THINGS LOOK PRETTY BAD NOW, MARY JANE, BUT WE'LL FIND A WAY TO MAKE THINGS WORK OUT. TRUST ME--!"

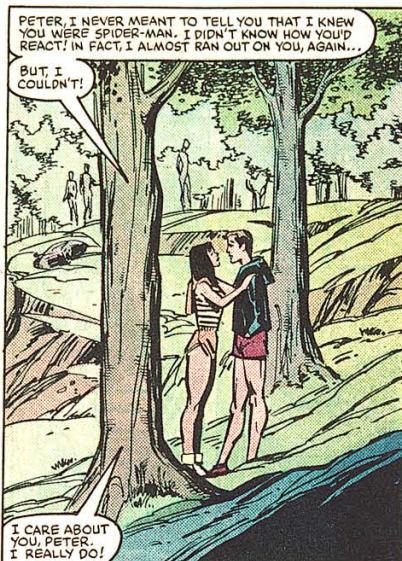


"TO HELP WITH THE BILLS, I DROPPED ALL MY EXTRACURRICULAR ACTIVITIES--INCLUDING DRAMA CLUB--AND DEVOTED MYSELF TO A SERIES OF AFTER-SCHOOL JOBS..."



"ONCE I HAVE THIS BABY, I'LL GET A FULL-TIME JOB... AND YOU WON'T HAVE TO WORK SO HARD AFTER SCHOOL!"





NEW! MARVEL SUPER HEROES™ NEVER BEFORE! SECRET WARS™

ACTION FIGURES AND ACCESSORIES FROM MATTEL

STRAIGHT FROM THE PAGES OR... MARVEL® COMICS...

THE NEW MARVEL SUPER HEROES™ SECRET WARS™ FIGURES AND ACCESSORIES COLLECTION FROM MATTEL.

NOW YOU CAN PIT THE SECRET DECODING SHIELDS OF THE DREADED DOCTOR DOOM™ AND HIS MARVEL SUPER VILLAINS™ (KANG,™ DOCTOR OCTOPUS,™ AND MAGNETO™) AGAINST THE SECRET DECODING SHIELDS OF CAPTAIN AMERICA™ AND HIS MARVEL SUPER HEROES™ (SPIDER-MAN,™ IRON MAN™ AND WOLVERINE™) -- IN THE ULTIMATE STRUGGLE BETWEEN GOOD AND EVIL FOR CONTROL OF THE EARTH'S DESTINY.

HERE'S HOW THE SECRET DECODING SHIELD WORKS: (EACH FIGURE AND ACCESSORY COMES WITH A SECRET SHIELD™ AND SECRET MESSAGES.)



NEVER BEFORE

HAS MATTEL MADE SUCH A COLLECTION SO DON'T BE LEFT OUT. COLLECT ALL EIGHT ACTION FIGURES, ALL THREE SUPER VEHICLES™ (DOOM ROLLER,™ TURBO CYCLE™ AND DOOM CYCLE™) PLUS THE SINISTER TOWER OF DOOM™ PLAYSET.***

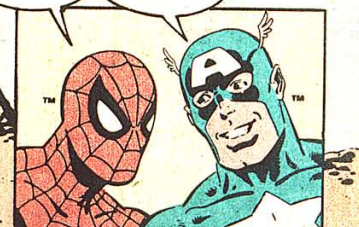
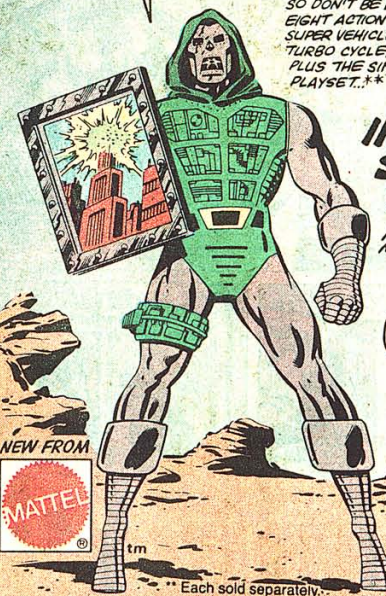
IN TIME TO SAVE THE WORLD!!

MEANWHILE, BACK AT MARVEL SUPER-HEROES HEADQUARTERS...

HOW CAN WE STOP THEM, CAPTAIN AMERICA™?

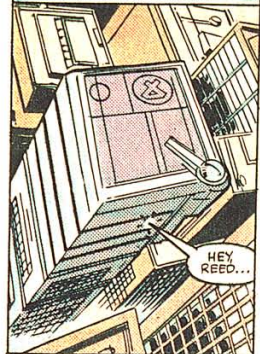
THAT'S OUR SECRET SPIDER-MAN™!!!

© MATTEL, INC. 1984. ALL RIGHTS RESERVED

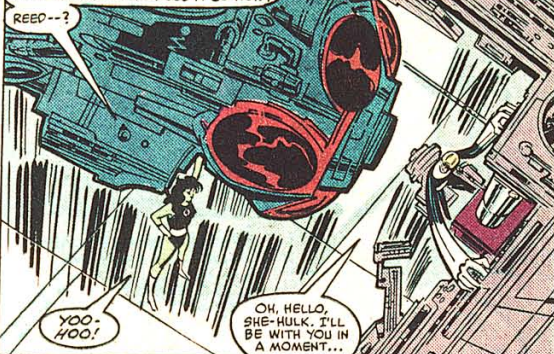


Copyright © 1984 Marvel Comics Group, a division of Cadence Industries Corporation. Marvel Super Heroes, Marvel Super Villains, Tower of Doom, Doom Roller, Turbo Cycle, Doom Cycle, Secret Shield, and Secret Wars are trademarks of Marvel Comics Group. Captain America, Spider-Man, Iron Man, Wolverine, Kang, Doctor Doom, Doctor Octopus, and Magneto and the distinctive likenesses thereof are trademarks of the Marvel Comics Group, a division of Cadence Industries Corporation and are used with permission.

JUST THEN, AT THE BAXTER BUILDING, WORLD-FAMOUS HEADQUARTERS OF THE FANTASTIC FOUR...

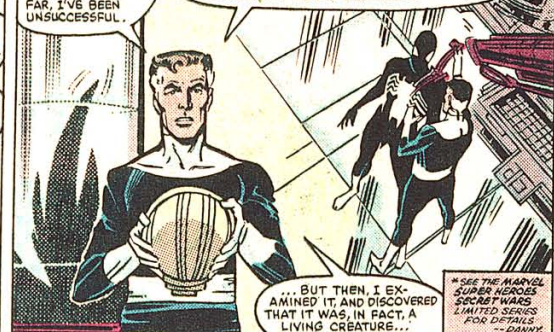


...I FINALLY MANAGED TO DISCONNECT THIS MODULE FROM YOUR OLD PARTICLE ACCELERATOR. WHERE DOES IT GO NOW?



...IN AN ATTEMPT TO ESTABLISH CONTACT WITH THIS ALIEN ENTITY, BUT SO FAR, I'VE BEEN UNSUCCESSFUL.

YOU PROBABLY DON'T RECOGNIZE IT IN THIS FORM, BUT SPIDER-MAN BROUGHT IT BACK WITH HIM FROM THE BEYONDER'S PLANET. UP UNTIL RECENTLY, HE WAS WEARING IT AS HIS COSTUME...



... BUT THEN, I EXAMINED IT, AND DISCOVERED THAT IT WAS, IN FACT, A LIVING CREATURE...

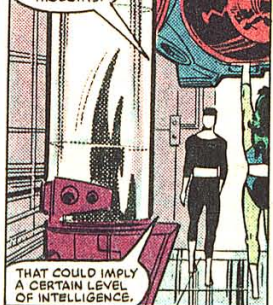
*SEE THE MARVEL SUPER HEROES SECRET WARS LIMITED SERIES FOR DETAILS -- DANNY

...A SYMBIOTE THAT WAS DETERMINED TO PERMANENTLY GRAFT ITSELF TO THE WEB-SWINGER'S BODY! #

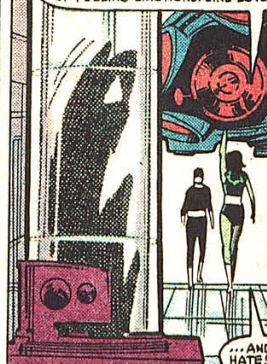


*AS RELATED LAST ISSUE -- DANNY, AGAIN!

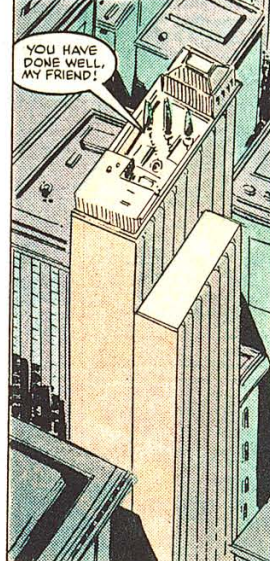
WHAT MAKES YOU THINK YOU CAN COMMUNICATE WITH IT?



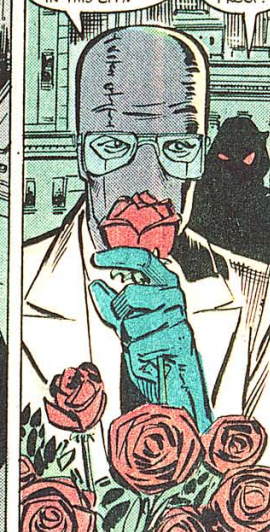
GIVE ME A BREAK! NEXT, YOU'LL BE TELLING ME THAT IT'S CAPABLE OF FEELING EMOTIONS, LIKE LOVE...



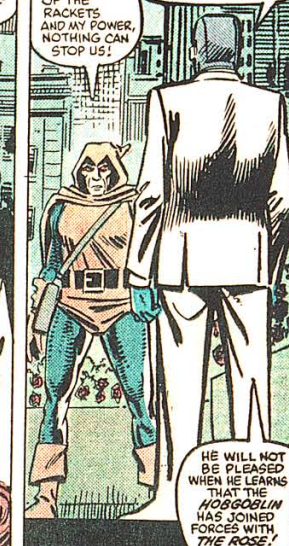
MEANWHILE, ACROSS TOWN...



WITHIN A FEW WEEKS, WE WILL CONTROL ALL OF THE MAJOR GAMBLING INTERESTS IN THIS CITY.

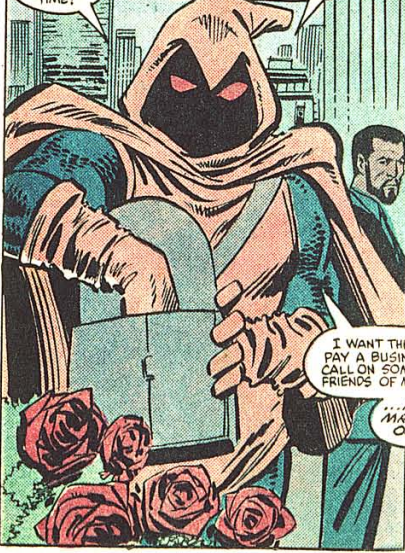


WITH YOUR INSIDER'S KNOWLEDGE OF THE RACKETS AND MY POWER, NOTHING CAN STOP US!

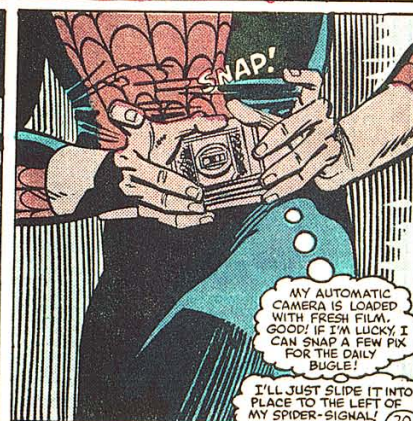
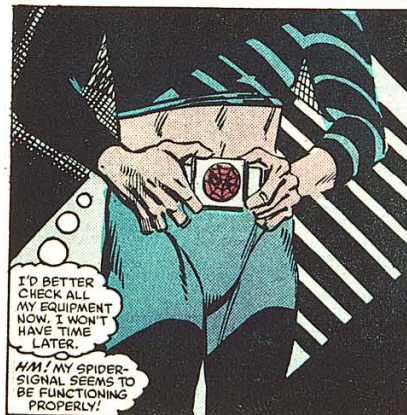
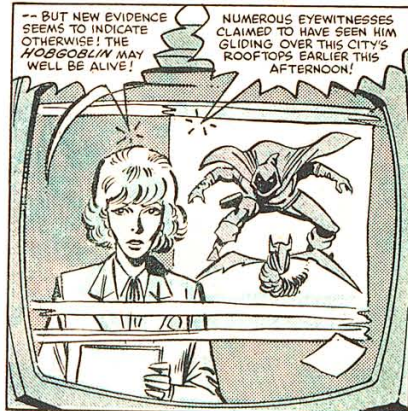
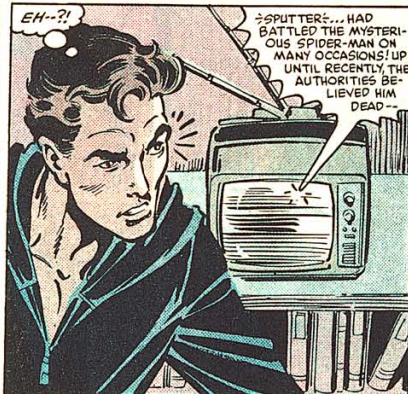
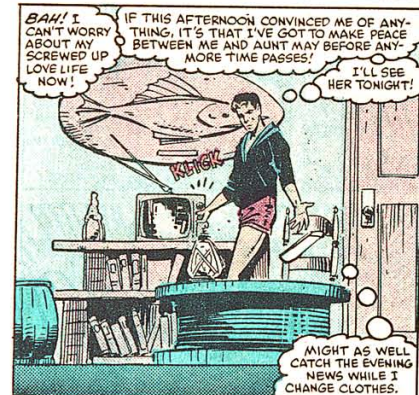
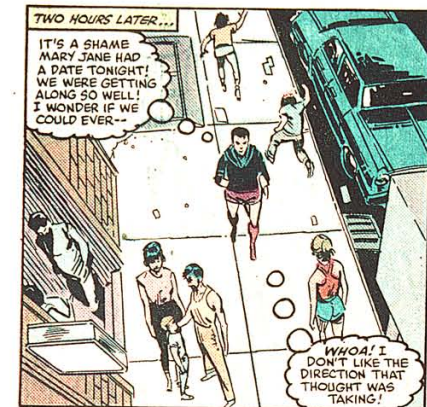


HE WILL NOT BE PLEASED WHEN HE LEARNS THAT THE HOBGOBLIN HAS JOINED FORCES WITH THE ROSE!

WE WILL DEAL WITH THE KINGPIN IN DUE TIME!



...MR. AND MRS. HARRY OSSBORN!



Bullpen Bulletins

On Monday, June 4, 1984, Sol Brodsky passed away.

Most of you probably never heard of him, or, if you did, very likely you didn't pay much attention. Sol didn't spend a lot of effort trying to get headlines, or fighting to get his name bigger in the credits. He was too busy getting things done, invariably on time and under budget, so that someone else could get the glory.

Typically, at this point in one of these things, the writer launches into a long and thoroughly boring list of the many behind-the-scenes contributions of the deceased. Forget it. There isn't enough room here, or in a thousand of these columns. Besides, I think Sol would want this short and sweet (and on time, and under budget). Suffice it to say, therefore, that he was one of the all-time biggies in this industry. Sure, he was Stan Lee's right hand during the early years here, but he was no mere backstage helper-outer / man-Friday, you understand. He was a force. A shaper. A builder.

He did a lot to help get us — the comics biz — this far.

Now he's gone. We'll remember him, of course, because of what he did — but more, because of the way he did it. He was a fine, fine man.



SOL BRODSKY
1923-1984
Production Manager
Vice-President, Operations
Vice-President, Special Projects

Jim Shooter
Jim Shooter

- THE THING #18
- DAREDEVIL #213
- NEW MUTANTS #22
- MUPPETS TAKE MANHATTAN (Limited Series) #2
- MARVEL SUPER HEROES SECRET WARS (Limited Series) #8
- WEST COAST AVENGERS (Limited Series) #4
- MACHINE MAN (Limited Series) #3
- ICEMAN (Limited Series) #1 — The former X-Man gets his own series! See Hype Box.
- BUCKEROO BANZAI (Limited Series) #1 — Beginning Marvel's adaptation of the science fiction adventure movie!
- BEAUTY AND THE BEAST (Limited Series) #1 — A mutant romance as only Marvel could do it! See Hype Box.
- AMAZING SPIDER-MAN ANNUAL #18 — Stan (the Man) Lee is back! See Hype Box.
- AMAZING SPIDER-MAN #259
- INDIANA JONES #24
- POWER PACK #5
- MICRONAUTS #3
- ALPHA FLIGHT #17
- DR. STRANGE #68
- KULL THE CONQUEROR #7
- DEFENDERS #138

- BLACK PANTHER (Limited Series) #2
- CAPTAIN AMERICA #300 — It's a battle to the death with the Red Skull!
- ROM ANNUAL #3
- INCREDIBLE HULK #302
- CONAN THE BARBARIAN #165
- MARVEL TALES #170 — Reprinting "It This Be My Destiny" by STAN LEE and STEVE DITKO, from Amazing Spider-Man #31.
- X-MEN #188
- ROM #51
- POWER MAN / IRON FIST #112
- G.I. JOE #30
- SHEENA OF THE JUNGLE (Limited Series) #1 — Featuring the Marvel adaptation of the jungle queen's own movie!
- AVENGERS #250 — The East Coast and West Coast Avengers join forces in this double-sized issue!
- FANTASTIC FOUR #273
- MARVEL TEAM-UP #148 — Featuring Spider-Man and the Mighty Thor.
- IRON MAN #185
- PETER PARKER, THE SPECTACULAR SPIDER-MAN #97
- THE LAST STARFIGHTER (Limited Series) #3
- STAR WARS #90

- SUB-MARINER (Limited Series) #4
 - THOR #350 — The forger of the Sword of Doom arrives on Earth! Can even the mighty Thor stop him?
 - STARRIORS (Limited Series) #2
 - KITTY PRYDE AND WOLVERINE (Limited Series) #2
 - CONAN ANNUAL #9
 - X-MEN ANNUAL #8
 - DR. WHO #3
- MARVEL MAGAZINES
- SAVAGE SWORD OF CONAN #106
 - MARVEL AGE #21
- EPIC COMICS
- DREADSTAR #14
 - CRASH RYAN #1 — Adventure in a history that might have been! See Hype Box.
 - ALIEN LEGION #4
 - SIX FROM SIRIUS #4
 - TIME SPIRITS #1 — A different way to travel through time! See Hype Box.
- ASSORTED GOODIES
- SUPERSPECIAL #35: CONAN THE DESTROYER — The complete Marvel adaptation of the second Conan movie! Written by MICHAEL FLEISHER. Art by JOHN BUSCEMA.

THE HYPE BOX

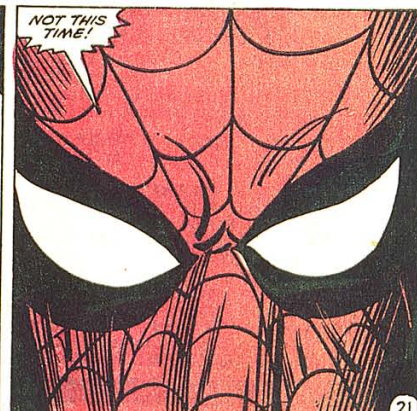
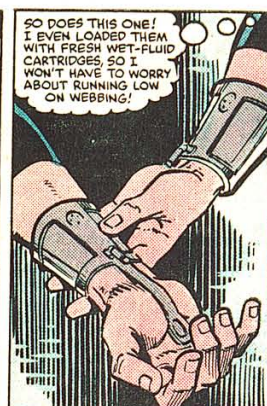
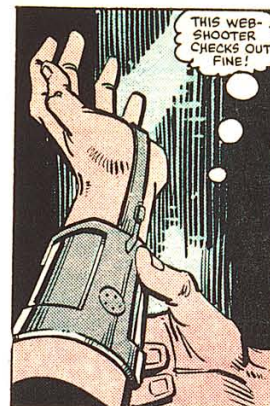
ICEMAN (Limited Series) #1 — He was a charter member of the X-Men, and he currently belongs to the New Defenders. But in this four-issue limited series, he's on his own! And even with all his experience, he finds that being a super hero still isn't all that easy! Who are White Light and The Idiot, and why are they causing all that trouble? Will Iceman finally get a date with the beautiful and mysterious Marge? The answers to these questions and more are brought to you by writer J.M. DEMATTEIS, penciler ALAN KUPFERBERG, and inker MIKE GUSTOVICH.

BEAUTY AND THE BEAST (Limited Series) #1 — This thrilling four-issue limited series follows right on the heels of the incredible events presented in the Dazzler Graphic Novel! Dazzler's powers are out of control! Anti-mutant hysteria is sweeping the country! Will the Beast be able to help her before something horrible happens? This impossible love story is written by ANN NOCENTI, penciled by DON PERLIN, and inked by KIM DEMULDER.

AMAZING SPIDER-MAN ANNUAL #18 — Face front, true believers! This amazing annual features the return of "The Man" readers around the world have been clamoring for! That's right, SMILING STAN LEE is back, scripting the tale of one of the most eventful days in Spidey's life! And when Dailey Bugle publisher J. Jonah Jameson gets married, you just know that this will be a wedding that no one will ever forget! Read "The Scorpion Takes a Bride!" Plot by TOM DEFalco. Breakdowns by RON FRENZ. Finishes by BOB LAYTON and JACKSON "BUTCH" GUICE. Script by STAN LEE! Excelsior!

CRASH RYAN (Limited Series) #1 — A new four-issue limited series with full process color from EPIC COMICS! Crash Ryan is introduced to the members of the United Airmen, who are battling the menace of The Doom! They use ultra-modern airships and futuristic technology in an age that never was but might have been. This unusual combination of pulp-fiction adventure and high-tech intrigue is brought to you by writer / artist RON HARRIS.

TIME SPIRITS #1 — A young Indian brave meets a time-travelling Shaman and learns of magic, monsters, and becoming a Man! Unique, tongue-in-cheek humor is combined with shrewd insight into human nature in this sideways adventure (who says you can only travel straight through time?). The EPIC COMICS series is by STEVEN PERRY, writer, and TOM YEATES, artist.



MARVEL[®] SUPER MART



COLLECTORS: LOOKING FOR BACK ISSUES OR CAN'T FIND ALL OF YOUR FAVORITE MARVELS EACH MONTH? THESE INDEPENDENTLY OWNED COMIC STORES ARE JUST THE PLACE TO VISIT. WRITE OR PHONE!

California

Another World
1615 Colorado Blvd.
Los Angeles, CA 90041
(213) 257-7757

Comic Vendor
18032 Crenshaw Blvd.
Torrance, CA 90504
(213) 515-2676**

Florida

Geppi's Comic World Inc.
2226 East Bay Drive
Keene Plaza
Largo, FL 33541
(813) 585-0226

Sincere Comics
4022 West Fairfield Drive
Pensacola, FL 32505
(904) 455-6050

ILLINOIS

Friendly Frank's Comics**
11941 South Cicero
Alsip, IL 60658
(312) 371-6760

New York

Brain Damage Comics
1289 Prospect Ave.
Brooklyn, NY 11218
(212) 438-1335

Virginia

Dave's Comics
7019-E Three Chopt Rd.
Richmond, VA 23226
(804) 282-1211

Geppi's Comic World Inc.
8330A Richmond Highway
Alexandria, VA 22309
(703) 360-3896

Canada

Island Fantasy 45 Market Sq. 560 Johnson St. Victoria, B.C. V8W 3C6 (604) 381-1134**

Catalogues: *available **50¢ ***\$2.50

TO PLACE AN AD IN MARVEL'S SUPER MART, CONTACT RITA SMOLINSKI OR BARBARA MAIER AT MARVEL COMICS GROUP, 387 Park Ave. South, New York, New York 10016 (212) 696-0808



COMIC BOOK CONVENTION FOR FANS, DEALERS, & PROS.

You are invited to attend the famous **CREATION COMIC BOOK CONVENTIONS** coming real soon to a city near you. Meet top Marvel pros, learn about the comic business, buy, sell and trade tons of comics, watch sci-fi flicks, take part in contests & pick up free gifts and much more! We're coming to these cities on these dates...

WASHINGTON, DC AREA on **SEPTEMBER 8 and 9** at the Twin Bridges Marriott Hotel, 333 Jefferson Davis Highway in Arlington (Tickets at TICKETRON, area comic shops, or at the door)

PHILADELPHIA on **SEPTEMBER 15 and 16** at the Centre Hotel, 1725 Kennedy Blvd with special guests **WALTER SIMONSON (THOR)** and **LOUISE SIMONSON (X-MEN, POWER PACK)**. Tickets at TICKETRON OUTLETS or at the door. Also **DR. WHO'S LEELA** in person!

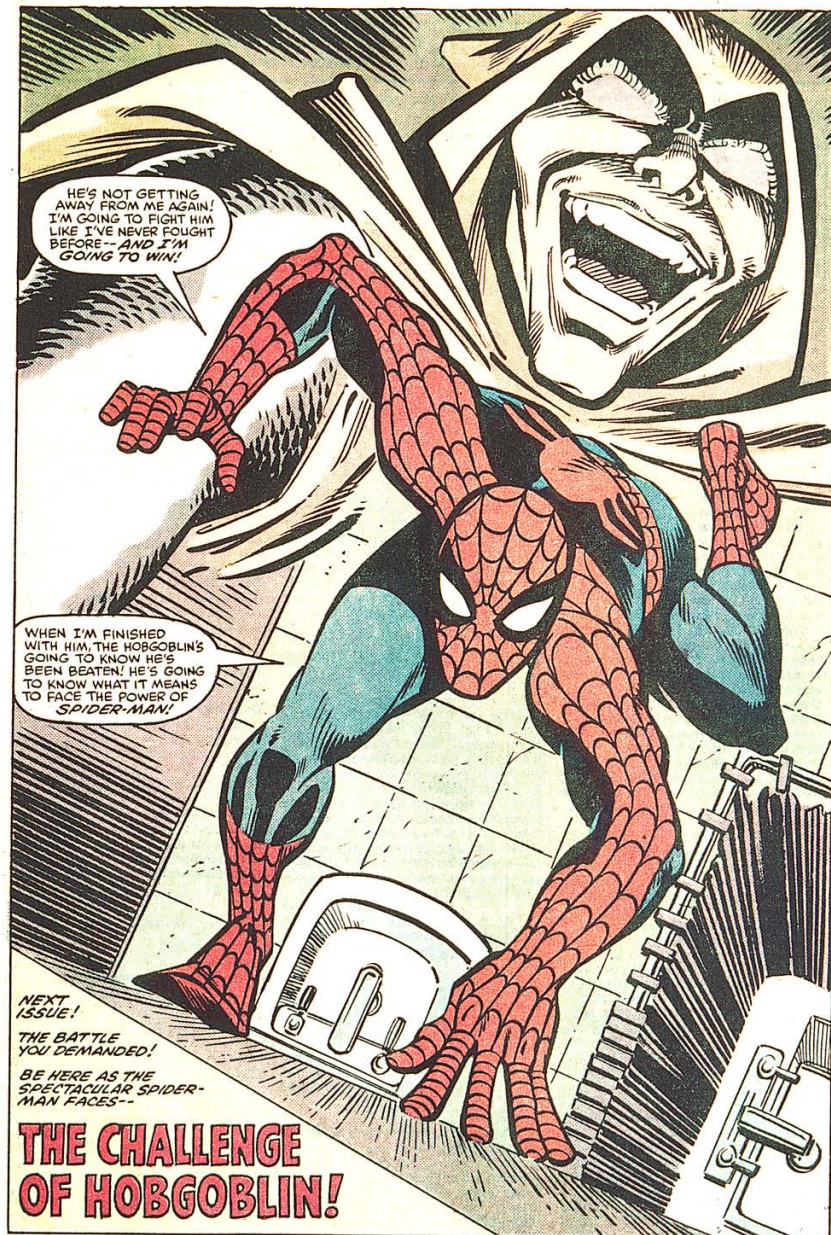
CHICAGO on **SEPTEMBER 29 and 30** at the Continental Hotel, 505 N. Michigan Avenue. Tickets at TICKETRON OUTLETS, selected comic shops or at the door!

SAN FRANCISCO on **OCTOBER 6 and 7** at the Holiday Inn Golden Gateway, 1500 Van Ness with special guests **WALTER AND LOUISE SIMONSON!** Tickets at COMICS AND COMIX, the world's leading comic book store chain or at the door!

BOSTON on **OCTOBER 6 and 7** at the Marriott Copley Place, Downtown. Tickets at all TICKETRON Locations, selected comic shops or at the door!

FOR MORE INFORMATION CALL 1-(516) 747-2039 during business hours only!

(C) MCG 1984



HE'S NOT GETTING AWAY FROM ME AGAIN! I'M GOING TO FIGHT HIM LIKE I'VE NEVER FOUGHT BEFORE-- AND I'M GOING TO WIN!

WHEN I'M FINISHED WITH HIM, THE HOBGOBLIN'S GOING TO KNOW HE'S BEEN BEATEN! HE'S GOING TO KNOW WHAT IT MEANS TO FACE THE POWER OF SPIDER-MAN!

NEXT
ISSUE!

THE BATTLE
YOU DEMANDED!

BE HERE AS THE
SPECTACULAR SPIDER-
MAN FACES--

THE CHALLENGE OF HOBGOBLIN!

THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

DANNY FINGEROTH
EDITOR
BOB DeNATELLE
ASSISTANT EDITOR

We like to get your letters. But if you don't want your full address published, please tell us.

It's late June as this letters column is being put together, and we're still getting mail on Spider-Man's new black duds — and that's really something, considering the new outfit debuted in AMAZING SPIDER-MAN #252, way back in February. One thing's for sure, though — for it or against it, there were few lukewarm opinions on the switch. You either loved it or hated it. For the statisticians among you, just over 58 percent of those who wrote us liked the new costume, 36 percent didn't, and the 6 percent left had mixed feelings. And our mailman may never walk upright again. Issue #252 generated nearly six times the mail an issue of SPIDER-MAN usually gets! (We read every single letter, too.) It's a shame we can't print every letter we got, but in the interest of leaving a little room for a story this month we had to be selective. Here's the pick of the pack:

Dear Spider-Writers,

Well, you finally did it. You changed the costume of the Amazing Spider-Man. What you did may well bring in more negative response than did the death of Phoenix. For over 20 years people have been able to count on seeing of Spider in his familiar red and blue costume. Now it's jet-black. You know what? I love it!

Since the dawn of the Marvel Comics Group, the reason for your success has been your willingness to try something new, to change the old, to touch the readers in a way never before done in a "comic" book. Change is as inevitable in a person's life as death itself. By giving Spider-Man a new costume, you have shown us just one of the changes Peter Parker is going through. In the past two years or so, you have shown a changing, maturing Peter Parker. The original Spider-Man costume was the product of an excited high school boy. This new costume belongs to the man he has become. As Peter Parker grows and matures, so must Spider-Man. With open arms, I welcome Spider-Man.

As for the costume itself, it is beautiful. As you said, it is sleeker, more mysterious and more spidery than the old one. It's strange properties seem very out of place for down-to-earth Peter Parker, but, as I said, Peter's changing and so is Spider-Man. Kudos to Jim Shooter for being bold enough to make this long-overdue change.

Guy Malone
4441 Baton Rouge Dr.
Hermitage, TN 37076

Dear Spidey-People,

I have been an avid Spider-Man fan for about 12 years now. After reading the "next issue" box in SPIDER-MAN #251 I was deathly ill at the thought of Spider-Man in a new costume.

I was wrong. I love the new costume! It looks more unnering (to his enemies), sleeker and more stylish.

When I was 8 years old my father bought me my first comic book, a MARVEL TALES featuring Spider-Man. Since then, Peter

Parker and I have grown up together. I no longer wear the same clothes I wore in high school. Why should Peter?

Congrats on a job well done. This long-time Spidey fan definitely approves.

Now if we could just get rid of the Black Cat...

Gary O'Neal
Box 345, Myers Hall
University of Georgia
Athens, GA 30609

Dear Webheads,

Well, no one can accuse Marvel of resting on its laurels. Your comics are selling better than ever, yet still you make major changes in your titles. Tony Stark is a skid-row bum. The guy playing Iron Man doesn't even know how the suit works and what it can do. Don Blake is gone, supposedly forever, and Thor is trying to establish a secret identity as a construction worker.

All the above is well and good, but when you mess with Spider-Man's costume, well, enough is enough. Come on, guys, the thing is ludicrous. He just "thinks" himself back and forth between costume and street clothes. It has an inter-spacial hole where he stores his camera. Next, I guess, Spidey will store his lunch and a six-pack in there. (Will it stay cold?) It filters the air he breathes and it fits better and it's practically indestructible and it never runs out of web fluid and it just makes me wanna puke!

Tony Starks
1558 S. Morlon Ave.
Evansville, IN 47713

People,

Two words immediately popped into my head the instant I laid eyes on the new costume — keep it!! My reasons? It's much more practical. Those "pockets" seem to hold an awful lot. Plus, he'll be able to blend into the shadows better, which should make for an advantage when he's out doing his thing. Besides, it's so mysterious! If people wondered what was behind the mask before, what must they think now? And, if it can be said about something on paper, that new costume is downright sexy! The original was flamboyant — but this one whispers to get your attention.

Roxanne Caldwell
Box 445, Angela Hall
College of New Rochelle
New Rochelle, NY 10801

Dear Danny,

You win your bet! I do love it!!!! Spidey's new costume is ... amazing. I haven't been this excited about an issue of AMAZING SPIDER-MAN in at least a month!

Darrell Taylor
2907 22nd Ave.
Tampa, FL 33605

Dear Editor,

The new costume is certainly mysterious and frightening, as it was obviously intended to be; that's not my complaint. The problem is that Spidey himself is neither of those things — at least, I've never perceived him that way. Spidey always seemed to be a pretty average guy with a silly sense of humor and a healthy share of

bad luck. Now he looks downright grim. That's fine for someone like Moon Knight, but it's not Spider-Man. And this business about the costume reading his mind and obeying his commands ... It's all too science-fictiony for a down-to-earth guy like Parker. The times he hid his street clothes in a ball of webbing or nearly got caught in his tights or ran out of web fluid in mid swing — those were the moments that made Spidey what he was. They showed us that heroes had annoying little problems, too. But I suppose all those things will be taken care of by the new costume. Too bad.

Linda Campanella
74 Pittsford Ave.
Yatesville, PA 16640

Dear Marvelous Spider-Guys,

I know that after #252 you're gonna get a lot of criticism and a thousand reasons why you should go back to the old costume. Well, don't do it! Spidey's new costume is fantastic. After all those years of having to change in alleys or closets to hide his secret identity, his new costume will make things much easier. That, and he'll never be running out of web fluid again.

Bob Potts
2712 Pebblebrook Dr.
Sanford, NC 27330

Dear Marvel,

Woweeeee! Do I ever love Peter's new costume. Mind you, my brothers didn't like it, but what do brothers know, anyway?

Susan Morris
(No address given)
Calgary, Alberta
Canada

Dear Spider-Persons,

As regards Spider-Man's new costume: Surely you jest!

R.E. Miller, Esq.
X Division
U.S.S. Yosemite (AD 19)
A.P.O. Miami, FL 34083

Dear Webslingers,

Ludicrous! Ridiculous! Absurdly appalling! Furthermore, as a tremendous admirer of Spider-Man's co-creator, "Sturdy" Steve Ditko, I find the new costume ... well, sacrilegious!

"Gumptious" Grant Tracey
1126 Cabot St.
Peterborough, ONT K9H 6W9
Canada

Dear Marvel,

Sacriligious! Blasphemous! And I like it! John Berceon
1907 Dartmouth
Apt. 1308
Texas A&M University
College Station, TX 77840

Dear Marvel,

Regarding Spider-Man's new costume: What took you so long? Give the creator a cigar!

Ken Price
Co-chairman of the Marvel Maniacs
506 Union St.
Oswego, KS 67356

Dear Marvel Comics Group,

How does it feel to know that instead of the traditional definition of the word

"genius," all that has to appear in dictionaries from now on are the words: "See AMAZING SPIDER-MAN #252"?

Steve Danner
294-B Hollywood Ave.
Bronx, NY 10465

Dear Danny Fingerhuth and Bob DeNatele, Painting a moustache on the Mona Lisa might make it a new piece of artwork, but not necessarily a better one. Keep this in mind as you playfully toy around with nearly a quarter of a century's worth of good old American tradition. Nuff said.

Dan Cherney
1990 E. 120th St.
Cleveland, OH 44106

Dear Everyone,

Wow! I love it! Such a dramatic change for Spider-Man. It's rather unusual for a long-established character to make such a change, but then that's what makes Marvel great. This new costume promises some very interesting changes. (And, by the way, I've read SECRET WARS #1 and let me take a moment to say that that is one fantastic story Mr. Shooter has going there.)

Becky Kizer
218 S. Brook Ave.
Mishawaka, IN 46544

Dear Spider-Types,

It's about time something was done about that old costume! Bright red and blue were poor choices from the start for someone who sneaks around as much as Spidey!

Clint Sessions
1022 Home Ave.
Fortuna, CA 95540

Dear Roger, Tom, Ron, Brett, Joe, Glynis, Danny, Jim, and you too, Stan,

Sergio Valente ate your heart out!
Sgt. Kevin T. Minns
PSC Box 521
A.P.O. San Francisco, CA 96213

Dear Editor,

Not You made the greatest mistake of your life!

Over 20 years ago a strange fellow with a red and blue costume came on the comic-book scene. The costume was dynamic, yet hand-made without any science-fiction features.

Now you've changed the costume, and as far as I'm concerned he's not the same Spider-Man anymore. I'll never read your magazines again.

Today, you left a deep void in my heart.
Valerio Oss
via Taramelli 8/2
38100 Trento
Italy

Dear Danny, Roger, Tom, Ron and all,

You probably want feedback as quickly as possible regarding the new costume for Spider-Man. So we thought we'd give Comics Utah customers an easy avenue to send a "yay" or "nay" vote your way.

Steve, Ron and Rollin
Comics Utah
1956 S. 1100 East
Salt Lake City, UT 84105

What followed were the signatures of customers voting for or against the new costume. The final tally: 52 for and 12 against. Thanks, guys!

Dear Marvel,
Spider-Man's new costume stinks!! Get rid of it!!

Bob Zimbinski
805 Valley Dr.
Duluth, MN 55804

Dear Marvel,

I'm new at this, but I've been reading SPIDER-MAN comics for years. I just want to say I think Spider-Man's new costume is pretty cool.

Jason Brasch
3303 S. 31st
Lincoln, NE 68502

Dear Designers of Spidey's New Costume,

I totally approve of the costume change in issue #252. I've been reading SPIDER-MAN for years now and have noticed many changes in Peter Parker, but none in his alter-ego. Perhaps this is a chance to expand on the character. My only criticism is that the costume could use a touch of color; other than that it's A-1.

I shall observe with great interest your plans for the new suit.

Steve Rowe
115 Front Lane
Cranham, Upminster
Essex RM14 1XN
England

Dear Roger and John,

A black costume!!! Yech, yech, yech. Jim Shooter really got you good on that, or at least I assume so since he's writing SECRET WARS.

Despite the initial novelty of it, there is sure to be an outcry since a great deal of detail in Spider-Man's moves will be concealed from the reader. Still, the idea of a mentally controlled costume like the White Tiger's isn't bad, since you've probably run out of costume-hiding-place gaps. (Remember the delicatessen ventilator?) If this costume can respond to mental commands, why not have Peter command it to look like the old one? Then readers could take a vote on which one they like best.

You really should consider it. Just how long do you think people are going to buy the Amazing Rorschach Test?

Edward Rigney
20 Gale Rd.
Marouba N.S.W. 2035
Australia

Dear Roger, Ron and other Spider-Men, Awesome. That is how I feel about Spider-Man's new zoot-suit. The way it crawls over to him and obeys his mental commands just makes it the perfect thing for Spidey.

Here's to the Secret Wars.
Karl Heimer
21 Huron Dr.
West Hartford, CT 06117

Hiya!

I have to admit that when I first heard that you were changing Spidey's costume I was against it and figured I would probably have to sell my collection. But after I received AMAZING SPIDER-MAN #252 (no thanks to the post office), I changed my mind. The new costume is more interesting than the old one, especially the way you're revealing it bit by bit. Everyone won't like it but you have my vote of confidence.

James Oney
284 Winchester St.
New Carlisle, OH 45344

Dear Marvel,

I positively, absolutely, unquestionably, thoroughly and without a doubt detest the

new Spider-Man "super-villain" costume. Get rid of it!

Betty C. Pate
P.O. Box 2805
University, MS 38677

Dear Spider-Man Men,

About the costume change, Terrific, fantastic, super, great, neat, groovy, funky, fantastamagical, cool, rad, awesome, excellent, gnarly, neat (did I say that already?), wicked, utter genius, catchy, tantalizing, eerie, mysterious, freaky, and weird. (Whew.)

Oh, by the way, the story wasn't so bad, either.
Derek Chatwood
2073 Dinah Dr.
Prescott, AZ 86301

Dear Danny,

I've been reading SPIDER-MAN for 20 years. Perhaps in another 20 years I may come to like his new costume, but I doubt it. In the meantime I shall continue to mourn the passing of a good friend.

James McGrath
58 Leander Ave.
Chapstown
Staffordshire W57 800
England

To Tom DeFalco and Ron Frenz,

"Homecoming!" (#252) was so right! I have been away from THE AMAZING SPIDER-MAN since issue #192, but there was no way I could resist this issue. Kraka-boom!!! The rebirth of the Amazing Spider-Man!

At last. The new spider-suit. It fits sooo well. That lurking silhouette. Those big, aware eyes. The startling, white spider image whose long legs embrace Peter's rib cage. Someday this suit will take its place beside the Silver Surfer's board and Thor's hammer.

D.K. Shimojima
82 N.W. 3rd St.
Ontario, OR

Dear Marvel,

I can understand why Carl Yastrzemski and Walter Cronkite had to retire, why Billy Joel gave up writing beautiful soul-searching melodies for Top-40 trash, why "M*A*S*H" was cancelled, why many of my old friends are getting married.

But I'll never understand why Spider-Man's costume had to be changed.

Ken Rogers
(no address given)
Chicago, IL

Dear Danny,

The Underoos will look great!
Omar Curier
(No address given)
Kingsville, TX

Thank you all for the kind words, folks. And if you're wondering what the fate of Spider-Man and his weird wardrobe will be — and if you're a corner symbol watcher, I'm sure you're really wondering — then keep abreast of the Spider-titles in the months to come. You won't be sorry.

NEXT ISSUE: Spider-Man vs. the Hobgoblin, while the Rose takes savage steps to ensure that he and his partner will be forever triumphant over their wall-crawling foe. Plus, Harry Osborn learns the real tragedy in being the son of ... the Green Goblin! See you there.

Danny Fingerhuth

JOIN OUR SPECIAL SUBSCRIBER'S CLUB

NEW MARVELOUS MEMBERS GET 4 EXTRA ISSUES WITH EVERY TITLE ORDERED. EACH 16-ISSUE SUBSCRIPTION COSTS ONLY \$6.92!

THAT'S LESS THAN 41¢ PER COPY... AT THE NEWSSTAND YOU'D PAY 60¢! THIS BIG 33% SAVINGS IS YOURS UNTIL SEPTEMBER 30th, 1984!

TAKE ADVANTAGE TODAY--AND DON'T MISS OUR NEW TITLES!

THE MORE YOU ORDER THE MORE YOU SAVE! WE SEND ALL 16 ISSUES RIGHT TO YOUR DOOR. JUST CHECK THE TITLES ON THE COUPON BELOW, EH?

REFUND GUARANTEE:
IF NOT SATISFIED YOU MAY CANCEL AT ANY TIME!

ENROLLMENT CERTIFICATE

- | | |
|---|--|
| ☐ ALPHA FLIGHT | ☐ PETER PARKER |
| ☐ AMAZING SPIDER-MAN | ☐ POWER MAN / IRON FIST |
| ☐ AVENGERS | ☐ POWER PACK |
| ☐ CAPTAIN AMERICA | ☐ RED SONJA |
| ☐ CONAN | ☐ ROM |
| ☐ DAREDEVIL | ☐ STAR WARS |
| ☐ DAZZLER | ☐ THE THING |
| ☐ DEFENDERS | ☐ THOR |
| ☐ DR. STRANGE | ☐ X-MEN |
| ☐ FANTASTIC FOUR | |
| ☐ G.I. JOE | |
| ☐ INCREDIBLE HULK | |
| ☐ INDIANA JONES | |
| ☐ IRON MAN | |
| ☐ KULL | |
| ☐ MARVEL TALES | |
| ☐ MARVEL TEAM-UP | |
| ☐ MICRONAUTS | |
| ☐ MOON KNIGHT | |
| ☐ NEW MUTANTS | |

- SPECIAL TITLES**
- | | |
|--|---------|
| ☐ MARVEL AGE | \$4.00 |
| ☐ CONAN THE KING | \$10.00 |
| ☐ DR. WHO | \$14.00 |
| ☐ MARVEL FANFARE | \$14.00 |
| ☐ SAVAGE SWORD OF CONAN | \$17.00 |

Mail to: Marvel Comics Group
Subscription Dept.
387 Park Avenue South
New York, NY 10016

Allow 10 weeks for delivery.
Canada and Foreign: Add \$2.00 per title.
Make check or money order payable to Marvel Comics.
☐ I'd like 4 EXTRA Issues—16 issues for only \$5.50.
Use this coupon or make a copy

FIRST INITIAL ONLY
Name LAST NAME
Address
City
State Zip

AUG 84

One path leads to night creatures who live to destroy. Another leads to a castle holding untold riches. But one path leads to the Wizard King who can grant you limitless powers. Which path to follow? The decision is yours, but only moments to choose...

Compared to the TSR® ENDLESS QUEST® Books, other adventure tales are just a yawn. Because ENDLESS QUEST® Books let you decide the action and outcome of every story. That's the difference of our Pick A Path To Adventure® format, and if you've played DUNGEONS & DRAGONS® fantasy role-playing games, you know just how much adventure we mean. Get into ENDLESS QUEST® Books and experience a new world of excitement. Available at book, toy and hobby shops.

ENDLESS QUEST® BOOKS

TSR, Inc.
PO Box 755
Lake Geneva, IL 60047

TSR, DUNGEONS & DRAGONS, and ENDLESS QUEST are registered trademarks of TSR, Inc. "TM" designates other trademarks of TSR, Inc. © 1984 TSR, Inc. All Rights Reserved.

NEW
FROGGER II
THREEDEEP!™
VIDEO & HOME COMPUTER GAME

BEYOND THE POND



Just when you thought it was safe to go back in the pond, here comes the new Frogger II ThreeeDeep!™

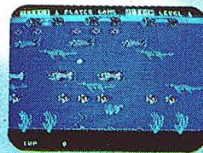
You'll need eyes in the back of your head, and on either side too, as you find yourself hopping in and out of three new, dangerous, and different worlds that go far beyond the pond of the original Frogger.

You'll have to think ahead to survive Underwater, On The Surface, and In The Sky.

You've got to be quick to evade deadly, sneaky eels and fight strong currents underwater. And just when you think you've avoided the hippos' shake on the surface, you have to watch out for a persistent killer shark. Or you're gone.

And if you don't bounce high enough in the sky, a flying dragon named Clyde will zap you. Are you up to the challenge? Find out. New Frogger II ThreeeDeep!

Get hopping on it.



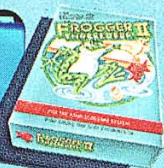
TREACHERY UNDERWATER*.



VILLAINY ON THE SURFACE.



EVIL HI-JINKS IN THE SKY.



Available for Atari® Home Computers, 2600™, 5200™, ColecoVision™ and Commodore 64™ Systems.

PARKER BROTHERS

*Atari 3200 graphics shown. FROGGER is a registered trademark of Sega Enterprises, Inc. FROGGER II Game graphics © 1984 Sega Enterprises, Inc. Atari, Atari 2600 and Atari 5200 are trademarks of Atari, Inc. Commodore 64 is a trademark of Commodore Business Machines, Inc. ColecoVision is a trademark of Coleco Industries, Inc. © 1984 Parker Brothers, Beverly, MA 01915